

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

FILED

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2005 FEB 18 P 1:46

SECURITIES AND EXCHANGE COMMISSION

Plaintiff,

v.

PATRICIA B. ROCKLAGE, WILLIAM M.  
BEAVER, and DAVID G. JONES

Defendants.

U.S. DISTRICT COURT  
DISTRICT OF MASS.  
C.A. No. 05 CV 10074 MEL

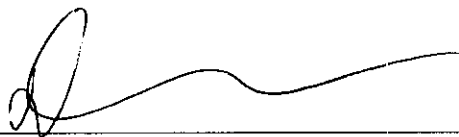
**DEFENDANT WILLIAM M. BEAVER'S MOTION TO  
DISMISS FOR FAILURE TO STATE A CLAIM**

Pursuant to Fed. R. Civ. P. 12 (b)(6), Defendant William M. Beaver respectfully moves to dismiss the Complaint filed by Plaintiff Securities and Exchange Commission. The grounds for this motion are set forth in the Memorandum of Law in Support of Defendant William M. Beaver's Motion to Dismiss for Failure to State a Claim filed herewith.

Respectfully submitted,

WILLIAM M. BEAVER

By his attorneys,

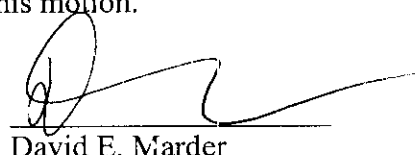


David E. Marder (BBO No. 552485)  
Benjamin D. Stevenson (BBO No. 638121)  
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Dated: February 18, 2005

**LOCAL RULE 7.1 CERTIFICATE**

I hereby certify that I have conferred in good faith with plaintiff's counsel in a good faith effort to resolve or narrow the issues presented by this motion.

  
A handwritten signature in black ink, appearing to read 'David E. Marder', is written over a horizontal line.

David E. Marder

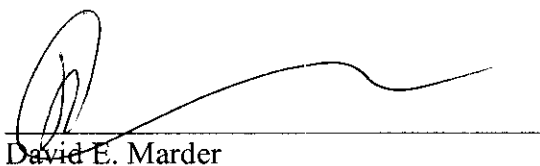
**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the above document was served upon the following, by first class mail, postage prepaid, on February 18, 2005:

Luke T. Cadigan, Esq.  
Securities and Exchange Commission  
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A handwritten signature in black ink, appearing to read 'David E. Marder', is written over a horizontal line.

David E. Marder